

ALVORD AND ALVORD
ATTORNEYS AT LAW
918 SIXTEENTH STREET, N.W.
SUITE 200
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

20006-2973
(202) 393-2266
FAX (202) 393-2156

OF COUNSEL
URBAN A. LESTER

RECORDATION NO. 14363-A

FILED

September 10, 1999

SEP 10 '99

2-15 PM

Chick
Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Part 1
Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of a Release, dated as of June 22, 1999, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Security Agreement which was previously filed with the Commission under Recordation Number 14363.

The name and address of the party to the enclosed document are:

Secured Party: First Union Bank, N.A.
123 South Broad Street
Philadelphia, Pennsylvania 19109

A description of the railroad equipment covered by the enclosed document is:

set forth on Schedule A attached to the Release

Mr. Vernon A. Williams
September 10, 1999
Page 2

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/bg
Enclosures

RECORDATION NO. 14363-A

FILED

RELEASE

SEP 10 '99

2-15 PM

This Release dated as of June 22, 1999, is made by First Union Bank, N.A. as Successor to Industrial Valley Bank and Trust Company, Secured Party.

1. Reference is made to the equipment listed on Schedule A attached hereto (the "Equipment"), which is subject to a Security Agreement dated as of July 3, 1984, between Consolidated Rail Corporation ("Debtor"), and Industrial Valley Bank and Trust Company ("Secured Party"), which was duly filed on July 6, 1984 in accordance with 49 U.S.C. 11303, and having Recordation Number 14363.
2. First Union Bank, N.A., Secured Party, as successor to Industrial Valley Bank and Trust Company, hereby releases any and all liens, claims and other encumbrances on the Equipment as granted pursuant to said Security Agreement.

IN WITNESS WHEREOF, First Union Bank, N.A., has caused this Release to be duly executed by its authorized officer as of the day and year first written above.

By: Beverly J. Collier

Title: BEVERLY J. COLLIER
VICE PRESIDENT

State of: Pennsylvania
County of: Philadelphia

On this 22nd day of June, 1999, before me personally appeared Benesty J. Collier, to me personally known, who, being duly sworn, says that (she/he) is a Vice President of 1st Union Nat'l Bk. that said instrument was signed on 6-22-, 1999, on behalf of said Corporation by authority of its Board of Directors, and (she/he) acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

Sworn to and subscribed before me
This 22nd day of June, 1999

Elizabeth Bodkin
NOTARY PUBLIC

NOTARIAL SEAL
ELIZABETH BODKIN, Notary Public
City of Philadelphia, Phila. County
My Commission Expires May 4, 2002

Schedule A

Equipment List

<u>Type and Specification</u>	<u>Quantity</u>	<u>Identification Numbers</u>
100-Ton Triple Hopper Cars	102	See Below

<u>Identification Numbers</u>					
483639	483642	483645	483649	483654	483655
483657	483665	483668	483671	483678	483679
483680	483681	483685	483688	483690	483692
483696	483698	483699	483702	483704	483705
483709	483712	483716	483717	483719	483724
483725	483726	483728	483729	483733	483737
483738	483740	483741	483745	483747	483749
483750	483755	483756	485057	485058	485059
485060	485061	485062	485063	485064	485065
485067	485068	485069	485070	485071	485072
485073	485074	485075	485076	485077	485078
485079	485080	485081	485082	485083	485085
485086	485087	485088	485089	485090	485091
485092	485093	485094	485095	485097	485098
485099	485100	485101	485102	485103	485104
485105	485106	485107	485108	485109	485110
485111	485112	485113	485114	485115	485116